

# **EXHIBIT 1**

**QUARTERLY STATEMENT  
OF THE  
DC CHARTERED HEALTH PLAN, INC.**

**of  
Washington  
in the state of  
District of Columbia**

**TO THE  
Insurance Department  
OF THE STATE OF  
District of Columbia**

**FOR THE QUARTER ENDED  
SEPTEMBER 30, 2014**

**2014**



QUARTERLY STATEMENT  
AS OF SEPTEMBER 30, 2014  
OF THE CONDITION AND AFFAIRS OF THE  
DC CHARTERED HEALTH PLAN, INC.

NAIC Group Code	0000	0000	NAIC Company Code	95748	Employer's ID Number	52-1492499
	(Current Period)	(Prior Period)				
Organized under the Laws of	District of Columbia		State of Domicile or Port of Entry	District of Columbia		
Country of Domicile	United States of America					
Licensed as business type:	Life, Accident & Health[ ] Dental Service Corporation[ ] Other[ ]		Property/Casualty[ ] Vision Service Corporation[ ] Is HMO Federally Qualified? Yes[ ] No[X] N/A[ ]		Hospital, Medical & Dental Service or Indemnity[ ] Health Maintenance Organization[X]	
Incorporated/Organized	09/12/1986		Commenced Business	09/12/1986		
Statutory Home Office	1120 Vermont Avenue NW (Street and Number)		Washington, DC, US 20005 (City or Town, State, Country and Zip Code)			
Main Administrative Office			1120 Vermont Avenue NW (Street and Number)			
	Washington, DC, US 20005 (City or Town, State, Country and Zip Code)				(202)326-8924 (Area Code) (Telephone Number)	
Mail Address	1120 Vermont Avenue NW (Street and Number or P.O. Box)		Washington, DC, US 20005 (City or Town, State, Country and Zip Code)			
Primary Location of Books and Records			1120 Vermont Avenue NW (Street and Number)			
	Washington, DC, US 20005 (City or Town, State, Country and Zip Code)				(202)326-8924 (Area Code) (Telephone Number)	
Internet Web Site Address	www.chartered-health.com					
Statutory Statement Contact	Edward Frederick Oswald (Name) eoswald@chartered-health.com (E-Mail Address)				(202)326-8924 (Area Code)(Telephone Number)(Extension)  (Fax Number)	

OFFICERS

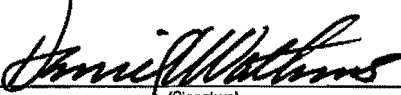
OTHERS

Daniel Lawrence Watkins, Special Deputy to the Rehabilitator for DC Charter

DIRECTORS OR TRUSTEES

State of District of Columbia  
County of ss

The officers of this reporting entity, being duly sworn, each depose and say that they are the described officers of the said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the closed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

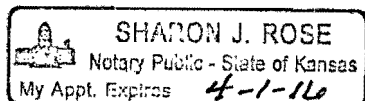
  
(Signature)  
Daniel Lawrence Watkins  
(Printed Name)  
1.  
Special Deputy Rehabilitator  
(Title)

(Signature)  
Edward Frederick Oswald  
(Printed Name)  
2.  
Interim CFO  
(Title)

(Signature)  
  
(Printed Name)  
3.  
  
(Title)

Subscribed and sworn to before me this  
7 day of Nov., 2014

  
(Notary Public Signature)



a. Is this an original filing?  
b. If no, 1. State the amendment number  
2. Date filed  
3. Number of pages attached

Yes[X] No[ ]



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OFFICERS

OTHERS

Daniel Lawrence Watkins, Special Deputy to the Rehabilitator for DC Charter

DIRECTORS OR TRUSTEES

State of District of Columbia  
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The officers of this reporting entity, being duly sworn, each depose and say that they are the described officers of the said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

(Signature)  
Daniel Lawrence Watkins  
(Printed Name)  
1.  
Special Deputy Rehabilitator  
(Title)

(Signature)  
Edward Frederick Oswald  
(Printed Name)  
2.  
Interim CFO  
(Title)

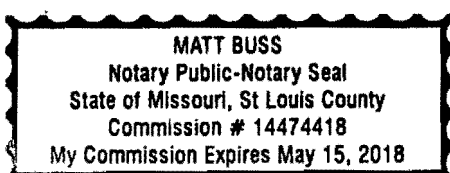
(Signature)  
(Printed Name)  
3.  
(Title)

Subscribed and sworn to before me this  
3rd day of November, 2014

(Notary Public Signature)

- a. Is this an original filing?  
b. If no,  
1. State the amendment number  
2. Date filed  
3. Number of pages attached

Yes[X] No[ ]



ASSETS

Current Statement Date				4
	1	2	3	
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
1. Bonds .....				
2. Stocks:				
2.1 Preferred stocks .....				
2.2 Common stocks .....				
3. Mortgage loans on real estate:				
3.1 First liens .....				
3.2 Other than first liens .....				
4. Real estate:				
4.1 Properties occupied by the company (less \$.....0 encumbrances) .....				
4.2 Properties held for the production of income (less \$.....0 encumbrances) .....				
4.3 Properties held for sale (less \$.....0 encumbrances) .....				
5. Cash (\$.....(16,046)), cash equivalents (\$.....8,120,876) and short-term investments (\$.....0) .....	8,104,830		8,104,830	9,852,621
6. Contract loans (including \$.....0 premium notes) .....				
7. Derivatives .....				
8. Other invested assets .....				
9. Receivables for securities .....				
10. Securities lending reinvested collateral assets .....				
11. Aggregate write-ins for invested assets .....				
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	8,104,830		8,104,830	9,852,621
13. Title plants less \$.....0 charged off (for Title insurers only) .....				
14. Investment income due and accrued .....				
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....				
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums) .....				
15.3 Accrued retrospective premiums .....				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....				143,039
16.2 Funds held by or deposited with reinsured companies .....				
16.3 Other amounts receivable under reinsurance contracts .....				
17. Amounts receivable relating to uninsured plans .....				
18.1 Current federal and foreign income tax recoverable and interest thereon .....				
18.2 Net deferred tax asset .....				
19. Guaranty funds receivable or on deposit .....				
20. Electronic data processing equipment and software .....				
21. Furniture and equipment, including health care delivery assets (\$.....0) .....				
22. Net adjustments in assets and liabilities due to foreign exchange rates .....				
23. Receivables from parent, subsidiaries and affiliates .....				
24. Health care (\$.....0) and other amounts receivable .....	67,943	67,943		
25. Aggregate write-ins for other than invested assets .....	165,459	165,459		0
26. TOTAL assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	8,338,232	233,402	8,104,830	9,995,659
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....				
28. TOTAL (Lines 26 and 27) .....	8,338,232	233,402	8,104,830	9,995,659
DETAILS OF WRITE-INS				
1101. ....				
1102. ....				
1103. ....				
1198. Summary of remaining write-ins for Line 11 from overflow page .....				
1199. TOTALS (Lines 1101 through 1103 plus 1198) (Line 11 above) .....				
2501. PREPAIDS .....	161,459	161,459		0
2502. ADVANCE TO OFFICER .....	4,000	4,000		
2503. ....				
2598. Summary of remaining write-ins for Line 25 from overflow page .....				
2599. TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above) .....	165,459	165,459		0

**LIABILITIES, CAPITAL AND SURPLUS**

		Current Period			Prior Year
		1 Covered	2 Uncovered	3 Total	4 Total
1.	Claims unpaid (less \$.....0 reinsurance ceded) .....	10,517,412		10,517,412	10,767,051
2.	Accrued medical incentive pool and bonus amounts .....				
3.	Unpaid claims adjustment expenses .....				
4.	Aggregate health policy reserves, including the liability of \$.....0 for medical loss ratio rebate per the Public Health Service Act .....				
5.	Aggregate life policy reserves .....				
6.	Property/casualty unearned premium reserve .....				
7.	Aggregate health claim reserves .....				
8.	Premiums received in advance .....				
9.	General expenses due or accrued .....	10,094,520		10,094,520	10,377,063
10.1	Current federal and foreign income tax payable and interest thereon (including \$.....0 on realized gains (losses)) .....				
10.2	Net deferred tax liability .....				
11.	Ceded reinsurance premiums payable .....				
12.	Amounts withheld or retained for the account of others .....				
13.	Remittances and items not allocated .....				
14.	Borrowed money (including \$.....0 current) and interest thereon \$.....0 (including \$.....0 current) .....				
15.	Amounts due to parent, subsidiaries and affiliates .....				
16.	Derivatives .....				
17.	Payable for securities .....				
18.	Payable for securities lending .....				
19.	Funds held under reinsurance treaties with (\$.....0 authorized reinsurers, \$.....0 unauthorized reinsurers and \$.....0 certified reinsurers) .....				
20.	Reinsurance in unauthorized and certified (\$.....0) companies .....				
21.	Net adjustments in assets and liabilities due to foreign exchange rates .....				
22.	Liability for amounts held under uninsured plans .....				
23.	Aggregate write-ins for other liabilities (including \$.....0 current) .....				
24.	Total liabilities (Lines 1 to 23) .....	20,611,931		20,611,931	21,144,114
25.	Aggregate write-ins for special surplus funds .....	X X X	X X X		
26.	Common capital stock .....	X X X	X X X	100	100
27.	Preferred capital stock .....	X X X	X X X		
28.	Gross paid in and contributed surplus .....	X X X	X X X	4,690,419	4,690,419
29.	Surplus notes .....	X X X	X X X		
30.	Aggregate write-ins for other than special surplus funds .....	X X X	X X X		
31.	Unassigned funds (surplus) .....	X X X	X X X	(17,197,620)	(15,838,974)
32.	Less treasury stock, at cost:				
32.1	.....0 shares common (value included in Line 26 \$.....0) .....	X X X	X X X		
32.2	.....0 shares preferred (value included in Line 27 \$.....0) .....	X X X	X X X		
33.	Total capital and surplus (Lines 25 to 31 minus Line 32) .....	X X X	X X X	(12,507,101)	(11,148,455)
34.	Total Liabilities, capital and surplus (Lines 24 and 33) .....	X X X	X X X	8,104,830	9,995,659
<b>DETAILS OF WRITE-INS</b>					
2301.	.....				
2302.	.....				
2303.	.....				
2398.	Summary of remaining write-ins for Line 23 from overflow page .....				
2399.	TOTALS (Lines 2301 through 2303 plus 2398) (Line 23 above) .....				
2501.	.....	X X X	X X X		
2502.	.....	X X X	X X X		
2503.	.....	X X X	X X X		
2598.	Summary of remaining write-ins for Line 25 from overflow page .....	X X X	X X X		
2599.	TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above) .....	X X X	X X X		
3001.	.....	X X X	X X X		
3002.	.....	X X X	X X X		
3003.	.....	X X X	X X X		
3098.	Summary of remaining write-ins for Line 30 from overflow page .....	X X X	X X X		
3099.	TOTALS (Lines 3001 through 3003 plus 3098) (Line 30 above) .....	X X X	X X X		

**STATEMENT OF REVENUE AND EXPENSES**

		Current Year To Date		Prior Year To Date	Prior Year Ended December 31
		1	2	3	4
		Uncovered	Total	Total	Total
	Member Months .....	X X X		418,165	418,165
2.	Net premium income (including \$.....0 non-health premium income) .....	X X X	36,771	117,561,365	117,391,081
3.	Change in unearned premium reserves and reserves for rate credits .....	X X X			
4.	Fee-for-service (net of \$.....0 medical expenses) .....	X X X			
5.	Risk revenue .....	X X X			
6.	Aggregate write-ins for other health care related revenues .....	X X X			
7.	Aggregate write-ins for other non-health revenues .....	X X X		(589,913)	(589,913)
8.	Total revenues (Lines 2 to 7) .....	X X X	36,771	116,971,452	116,801,168
<b>Hospital and Medical:</b>					
9.	Hospital/medical benefits .....		(110,950)	48,611,074	48,564,072
10.	Other professional services .....		21,419	28,650,069	28,719,788
11.	Outside referrals .....				
12.	Emergency room and out-of-area .....		7,529	19,832,687	19,849,134
13.	Prescription drugs .....		(369,954)	11,486,106	11,486,106
14.	Aggregate write-ins for other hospital and medical .....		(368)	1,039,289	1,041,683
15.	Incentive pool, withhold adjustments and bonus amounts .....				
16.	Subtotal (Lines 9 to 15) .....		(452,325)	109,619,225	109,660,783
<b>Less:</b>					
17.	Net reinsurance recoveries .....			227,476	993,575
18.	Total hospital and medical (Lines 16 minus 17) .....		(452,325)	109,391,749	108,667,208
19.	Non-health claims (net) .....				
20.	Claims adjustment expenses, including \$.....0 cost containment expenses .....			3,348,956	3,001,242
21.	General administrative expenses .....		1,752,473	16,562,629	17,721,345
22.	Increase in reserves for life and accident and health contracts (including \$.....0 increase in reserves for life only) .....				(5,000,000)
23.	Total underwriting deductions (Lines 18 through 22) .....		1,300,148	129,303,334	124,389,794
24.	Net underwriting gain or (loss) (Lines 8 minus 23) .....	X X X	(1,263,377)	(12,331,882)	(7,588,627)
25.	Net investment income earned .....		8,576		94,510
26.	Net realized capital gains (losses) less capital gains tax of \$.....0 .....				
27.	Net investment gains or (losses) (Lines 25 plus 26) .....		8,576		94,510
28.	Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$.....0) (amount charged off \$.....0)] .....			91,253	15,978,610
29.	Aggregate write-ins for other income or expenses .....		1,592	(6,995,935)	(11,353,245)
30.	Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29) .....	X X X	(1,253,209)	(19,236,564)	(2,868,751)
31.	Federal and foreign income taxes incurred .....	X X X			
32.	Net income (loss) (Lines 30 minus 31) .....	X X X	(1,253,209)	(19,236,564)	(2,868,751)
<b>DETAILS OF WRITE-INS</b>					
0601.	.....	X X X			
0602.	.....	X X X			
0603.	.....	X X X			
0698.	Summary of remaining write-ins for Line 6 from overflow page .....	X X X			
0699.	TOTALS (Lines 0601 through 0603 plus 0698) (Line 6 above) .....	X X X			
0701.	REALIZED LOSS ON DISPOSAL OF FIXED ASSETS .....	X X X		(589,913)	(589,913)
0702.	.....	X X X			
0703.	.....	X X X			
0798.	Summary of remaining write-ins for Line 7 from overflow page .....	X X X			
0799.	TOTALS (Lines 0701 through 0703 plus 0798) (Line 7 above) .....	X X X		(589,913)	(589,913)
1401.	OTHER MEDICAL CLAIMS - DME .....		(368)	1,039,289	1,041,683
1402.	.....				
1403.	.....				
1498.	Summary of remaining write-ins for Line 14 from overflow page .....				
1499.	TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above) .....		(368)	1,039,289	1,041,683
2901.	DENTAL SETTLEMENT WITH DCHF .....				(70,224)
2902.	WRITE OFF NOTES RECEIVABLE AND AR-OTHER BALANCES .....				131,292
2903.	WRITE OFF DUE TO/FROM PARENT BALANCES .....				118,285
2998.	Summary of remaining write-ins for Line 29 from overflow page .....		1,592	(6,995,935)	(11,532,598)
2999.	TOTALS (Lines 2901 through 2903 plus 2998) (Line 29 above) .....		1,592	(6,995,935)	(11,353,245)

**STATEMENT OF REVENUE AND EXPENSES (Continued)**

		1	2	3
		Current Year To Date	Prior Year To Date	Prior Year Ended December 31
<b>CAPITAL &amp; SURPLUS ACCOUNT</b>				
33.	Capital and surplus prior reporting year .....	(11,148,455)	(9,611,106)	(9,611,106)
34.	Net income or (loss) from Line 32 .....	(1,253,209)	(19,236,564)	(2,868,751)
35.	Change in valuation basis of aggregate policy and claim reserves .....			
36.	Change in net unrealized capital gains (losses) less capital gains tax of \$.....0 .....			
37.	Change in net unrealized foreign exchange capital gain or (loss) .....			
38.	Change in net deferred income tax .....			
39.	Change in nonadmitted assets .....	(105,439)	1,220,091	1,331,402
40.	Change in unauthorized and certified reinsurance .....			
41.	Change in treasury stock .....			
42.	Change in surplus notes .....			
43.	Cumulative effect of changes in accounting principles .....			
44.	Capital Changes:			
44.1	Paid in .....			
44.2	Transferred from surplus (Stock Dividend) .....			
44.3	Transferred to surplus .....			
45.	Surplus adjustments:			
45.1	Paid in .....			0
45.2	Transferred to capital (Stock Dividend) .....			
45.3	Transferred from capital .....			
46.	Dividends to stockholders .....			
47.	Aggregate write-ins for gains or (losses) in surplus .....			
48.	Net change in capital and surplus (Lines 34 to 47) .....	(1,358,647)	(18,016,473)	(1,537,349)
49.	Capital and surplus end of reporting period (Line 33 plus 48) .....	(12,507,102)	(27,627,579)	(11,148,455)
<b>DETAILS OF WRITE-INS</b>				
4701.	.....			
4702.	.....			
4703.	.....			
4798.	Summary of remaining write-ins for Line 47 from overflow page .....			
4799.	TOTALS (Lines 4701 through 4703 plus 4798) (Line 47 above) .....			



**CASH FLOW**

		1	2	3
		Current	Prior	Prior
		Year	Year	Year Ended
		To Date	To Date	December 31
<b>Cash from Operations</b>				
1.	Premiums collected net of reinsurance .....	36,771	135,704,839	165,534,554
2.	Net investment income .....	8,576	136,847	231,357
3.	Miscellaneous income .....		(589,913)	(589,913)
4.	TOTAL (Lines 1 to 3) .....	45,348	135,251,773	165,175,999
5.	Benefit and loss related payments .....	(277,781)	107,828,285	140,581,025
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			
7.	Commissions, expenses paid and aggregate write-ins for deductions .....	2,033,424	27,952,912	34,245,106
8.	Dividends paid to policyholders .....			
9.	Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses) .....			
10.	TOTAL (Lines 5 through 9) .....	1,755,643	135,781,197	174,826,131
11.	Net cash from operations (Line 4 minus Line 10) .....	(1,710,296)	(529,424)	(9,650,133)
<b>Cash from Investments</b>				
12.	Proceeds from investments sold, matured or repaid:			
12.1	Bonds .....		13,979,363	13,979,364
12.2	Stocks .....			
12.3	Mortgage loans .....			
12.4	Real estate .....			
12.5	Other invested assets .....			
12.6	Net gains or (losses) on cash, cash equivalents and short-term investments .....			
12.7	Miscellaneous proceeds .....			
12.8	TOTAL investment proceeds (Lines 12.1 to 12.7) .....		13,979,363	13,979,364
13.	Cost of investments acquired (long-term only):			
13.1	Bonds .....		500,000	500,000
13.2	Stocks .....			
13.3	Mortgage loans .....			
13.4	Real estate .....			
13.5	Other invested assets .....			
13.6	Miscellaneous applications .....			
13.7	TOTAL investments acquired (Lines 13.1 to 13.6) .....		500,000	500,000
14.	Net increase (or decrease) in contract loans and premium notes .....			
15.	Net cash from investments (Line 12.8 minus Line 13.7 and Line 14) .....		13,479,363	13,479,364
<b>Cash from Financing and Miscellaneous Sources</b>				
16.	Cash provided (applied):			
16.1	Surplus notes, capital notes .....			
16.2	Capital and paid in surplus, less treasury stock .....			0
16.3	Borrowed funds .....			
16.4	Net deposits on deposit-type contracts and other insurance liabilities .....			
16.5	Dividends to stockholders .....			
16.6	Other cash provided (applied) .....	(37,496)	1,411,641	1,201,769
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6) .....	(37,496)	1,411,641	1,201,769
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>				
18.	Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) .....	(1,747,791)	14,361,580	5,031,000
19.	Cash, cash equivalents and short-term investments:			
19.1	Beginning of year .....	9,852,621	4,821,621	4,821,621
19.2	End of period (Line 18 plus Line 19.1) .....	8,104,830	19,183,201	9,852,621
<b>Note: Supplemental Disclosures of Cash Flow Information for Non-Cash Transactions:</b>				
20.0001				

**EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION**

	1  Total	Comprehensive (Hospital & Medical)		4  Medicare Supplement	5  Vision Only	6  Dental Only	7  Federal Employees Health Benefit Plan	8  Title XVIII Medicare	9  Title XIX Medicaid	10  Other
		2  Individual	3  Group							
Total Members at end of:										
1. Prior Year .....										
2. First Quarter .....										
3. Second Quarter .....										
4. Third Quarter .....										
5. Current Year .....										
6. Current Year Member Months .....										
Total Member Ambulatory Encounters for Period:										
7. Physician .....										
8. Non-Physician .....										
9. Total .....										
10. Hospital Patient Days Incurred .....										
11. Number of Inpatient Admissions .....										
12. Health Premiums Written (a) .....										
13. Life Premiums Direct .....										
14. Property/Casualty Premiums Written .....										
15. Health Premiums Earned .....										
16. Property/Casualty Premiums Earned .....										
17. Amount Paid for Provision of Health Care Services .....	(134,743)		13,392						(148,135)	
18. Amount Incurred for Provision of Health Care Services .....	(452,325)								(452,325)	

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$.0.

**CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)**

**Aging Analysis of Unpaid Claims**

1 Account	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 91 - 120 days	6 Over 120 Days	7 Total
0199999 Individually Listed Claims Unpaid .....	.....	.....	.....	.....	.....	.....
0399999 Aggregate Accounts Not Individually Listed - Covered .....	.....	.....	.....	.....	10,517,412	10,517,412
0499999 Subtotals .....	.....	.....	.....	.....	10,517,412	10,517,412
0799999 Total Claims Unpaid .....	.....	.....	.....	.....	.....	10,517,412
0899999 Accrued Medical Incentive Pool And Bonus Amounts .....	.....	.....	.....	.....	.....	.....

**UNDERWRITING AND INVESTMENT EXHIBIT**  
**ANALYSIS OF CLAIMS UNPAID-PRIOR YEAR-NET OF REINSURANCE**

Line of Business		Claims Paid Year to Date		Liability End of Current Quarter		5	6
		1	2	3	4	Claims Incurred in Prior Years (Columns 1+3)	Estimated Claim Reserve and Claim Liability Dec 31 of Prior Year
		On Claims Incurred Prior to January 1 of Current Year	On Claims Incurred During the Year	On Claims Unpaid Dec 31 of Prior Year	On Claims Incurred During the Year		
1.	Comprehensive (hospital & medical) .....	13,392		564,232		577,624	577,624
2.	Medicare Supplement .....						
3.	Dental only .....						
4.	Vision only .....						
5.	Federal Employees Health Benefits Plan .....						
6.	Title XVIII - Medicare .....						
7.	Title XIX - Medicaid .....	(148,135)		9,953,180		9,805,045	10,189,427
8.	Other health .....						
9.	Health subtotal (Lines 1 to 8) .....	(134,743)		10,517,412		10,382,669	10,767,051
10.	Healthcare receivables (a) .....	67,943				67,943	
11.	Other non-health .....						
12.	Medical incentive pools and bonus amounts .....						
13.	Totals (Lines 9 - 10 + 11 + 12) .....	(202,686)		10,517,412		10,314,726	10,767,051

(a) Excludes \$.00 loans or advances to providers not yet expensed.

**Notes to Financial Statement**

**1. Summary of Significant Accounting Policies**

**A. Accounting Practices**

The financial statements of DC Chartered Health Plan (Chartered) are presented on the basis of accounting practices prescribed or permitted by the District of Columbia Department of Insurance, Securities and Banking (DISB).

The DISB recognizes only statutory accounting practices prescribed or permitted by the District of Columbia (District) for determining and reporting the financial condition and results of operations of an insurance company and for determining its solvency under the District of Columbia Insurance Code. The DISB has adopted the National Association of Insurance Commissioners' (NAIC) *Accounting Practices and Procedures Manual* as a component of prescribed and permitted practices for the District. The DISB has the right to permit specific practices that deviate from prescribed practices. There is no deviation from the NAIC *Accounting Practices and Procedures Manual*.

A reconciliation of the Company's net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the District of Columbia Department of Insurance, Securities and Banking is shown below:

		State of Domicile	2014	2013
	<u>NET INCOME</u>			
(1)	State basis (Page 4, Line 32, Columns 2 & 3)	DC	\$(1,253,209)	\$(2,868,750)
(2)	State Prescribed Practices that increase/(decrease) NAIC SAP:			
(201)				
(299)	Total		\$0	\$0
(3)	State Permitted Practices that increase/(decrease) NAIC SAP:			
(301)				
(399)	Total		\$0	\$0
(4)	NAIC SAP (1-2-3=4)		\$(1,253,209)	\$(2,868,750)
	<u>SURPLUS</u>			
(5)	State basis (Page 3, Line 33, Columns 3 & 4)	DC	\$(12,507,101)	\$(11,148,454)
(6)	State Prescribed Practices that increase/(decrease) NAIC SAP:			
(601)				
(699)	Total		\$0	\$0
(7)	State Permitted Practices that increase/(decrease) NAIC SAP:			
(701)				
(799)	Total		\$0	\$0
(8)	NAIC SAP (5-6-7=8)		\$(12,507,101)	\$(11,148,454)

**B. Use of Estimates in the Preparation of the Financial Statements - No Material Change**

**C. Accounting Policy - No Material Change**

**2. Accounting Changes and Corrections of Errors**

No Material Change

**3. Business Combinations and Goodwill**

**A. Statutory Purchase Method – No Material Change**

**B. Statutory Merger – No Material Change**

**C. Assumption Reinsurance – No Material Change**

**D. Impairment Loss - No Material Change**

## **Notes to Financial Statement**

### **4. Discontinued Operations**

No Material Change

### **5. Investments**

A, B, C – No Material Change

D. Debt Restructuring – None

E. Repurchase Agreements and/or Securities Lending Transactions

(1) Policy for requiring collateral or other security – No material change

(2) Carrying amount and classification of both those assets and associated liabilities – No material change

(3) Collateral accepted that it is permitted by contract or custom to sell or repledge:

a. Aggregate amount of contractually obligated open collateral positions – No material change

b. Fair value of that collateral and of the portion of that collateral that it has sold or repledged – None

c. Information about the sources and uses of that collateral – No material change

(4) Aggregate value of the reinvested collateral which is “one-line” reported and the aggregate reinvested collateral which is reported in the investment schedules – No material change

(5) Reinvestment of the cash collateral and any securities which it or its agent receives as collateral that can be sold or repledged – No material change

(6) Collateral accepted that it is not permitted by contract or custom to sell or repledge – No material change

(7) Collateral for transactions that extend beyond one year from the reporting date – No material change

F, G, H – No Material Change

I. Working Capital Finance Investments

(2) Aggregate book/adjusted carrying value maturity distributions on the underlying Working Capital Finance Programs – None

(3) Events of default of working capital finance investments during the reporting period - None

### **6. Joint Ventures, Partnerships and Limited Liability Companies**

No Material Change

### **7. Investment Income**

No Material Change

### **8. Derivative Instruments**

No Material Change

### **9. Income Taxes**

No Material Change

### **10. Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties**

No Material Change

### **11. Debt**

A. Outstanding Debt – No Material Change

B. FHLB (Federal Home Loan Bank) Agreements – None

### **12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans.**

A. Defined Benefit Plan – No Material Change

## **Notes to Financial Statement**

- (1) Change in benefit obligation – No Material Change
- (2) Change in plan assets- No Material Change
- (3) Funded status – No Material Change
- (4) Amount of Net Periodic Benefit Cost recognized – None
- (5) Net Gain or Loss and Net Prior Service Cost or credit recognized in unassigned funds (surplus) – No Material Change
- (6) Amount in unassigned funds (surplus) expected to be recognized as components of net periodic benefit cost over the fiscal year – No Material Change
- (7) Amount in unassigned funds (surplus) that have not been recognized as components of net periodic benefit cost – No Material Change
- (8) Weighted-average assumptions used to determine net period benefit cost – No Material Change
- (9) Amount of accumulated benefit obligations for defined benefit pension plans – No Material Change
- (10) Assumed Health care cost trend rate for the next year used to measure the expected cost of benefit covered by the plan – No Material Change
- (11) Effect of one percentage point increase and decrease in the assumed health cost trend rates – No Material Change
- (12) Estimated future payments, which reflect expected future service, as appropriate, are expected to be paid in the years – No Material Change
- (13) Regulatory contribution requirements – No Material Change
- (14) Amounts and types of securities of the employer and related parties included in the plan assets – No Material Change
- (15) Alternative amortization – No Material Change
- (16) Substantive commitment – No Material Change
- (17) Cost of providing special or contractual termination benefits – No Material Change
- (18) Explanation of any significant change in benefit obligations or plan assets – No Material Change
- (19) Amount and timing of any plan assets expected to be returned to the employer – No Material Change
- (20) First year accumulated postretirement and pension benefit obligation – No Material Change
- (21) Election of transition guidance – No Material Change

B. Defined Contribution Plan – No Material Change

C. Multi-Employer Plan – No Material Change

D. Consolidated/Holding Company Plans – No Material Change

E. Post-Employment Benefits and Compensated Absences – No Material Change

F. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17) – No Material Change

### **13. Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations**

No Material Change

### **14. Contingencies**

A. Contingent Commitments – No Material Change

B. Assessments – No Material Change

C. Gain Contingencies – No Material Change

D. Claims Related Extra Contractual Obligation and Bad Faith Losses Stemming from Lawsuits – No Material Change

## Notes to Financial Statement

E. All Other Contingencies – No Material Change

### 15. Leases

A. Lessee Operating Lease – No Material Change

B. Lessor Leases – No Material Change

### 16. About Financial Instruments With Off-Balance-Sheet Risk And Financial Instruments With Concentrations of Credit Risk

No Material Change

### 17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

A. Transfers of Receivables reported as Sales – No Material Change

B. Transfer and Servicing of Financial Assets

- (1) Description of loaned securities – No material change
- (2) Servicing Assets and Liabilities
  - a. Risks inherent in servicing assets and servicing liabilities – No Material Change
  - b. Amounts of contractually specified servicing fees, late fees and ancillary fees earned for each period – None
  - c. Assumptions used to estimate the fair value – No Material Change
- (3) Servicing Assets and servicing liabilities are subsequently measured at fair value – No Material Change
- (4) For securitizations, asset-backed financing arrangements, and similar transfers accounted for as sales when the transferor has continuing involvement (as defined in the glossary of the *Accounting Practices & Procedures Manual*) with the transferred financial assets:
  - a. Each income statement presented – None
  - b. Each statement of financial position presented, regardless of when the transfer occurred - None
  - c. Transfers of financial assets accounted for as secured borrowing – No Material Change
  - d. Transfers of receivables with recourse – No Material Change
  - e. Securities underlying repurchase and reverse repurchase agreements – No Material Change

B. Wash Sales – None

### 18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans

A. ASO Plans – No Material Change

B. ASC Plans – No Material Change

C. Medicare or Other Similarly Structured Cost Based Reimbursement Contract – No Material Change

### 19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

No Material Change

### 20. Fair Value Measurements

A. Fair Market Value at Reporting Date

- 1. Fair Value Measurements at Reporting Date – None
- 2. Fair Value Measurements in (Level 3) of the Fair Value Hierarchy – None
- 3. The Company does not have any securities valued at fair value.
- 4. The Company has not valued any securities at a Level 3.
- 5. Derivative assets and liabilities – None



**Notes to Financial Statement**

B. Fair Value information under SSAP No. 100 combined with Fair Value information Under Other Accounting Pronouncements – None

C. Aggregate Fair Value of All Financial Instruments

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Cash Equivalents	\$8,120,876	\$8,120,876	\$0	\$8,120,876	\$0	\$0

D. Not Practicable to Estimate Fair Value – None

**21. Other Items**

- A. Extraordinary Items – No Material Change
- B. Troubled Debt Restructuring – No Material Change
- C. Other Disclosures and Unusual Items – No Material Change
- D. Business Interruption Insurance Recoveries – No Material Change
- E. State Transferable and Non-transferable Tax Credits – No Material Change
- F. Subprime-Mortgage-Related Risk Exposure – No Material Change
- G. Retained Assets – No Material Change
- H. Offsetting and Netting of Assets and Liabilities – None
- I. Joint and Several Liabilities – No Material Change
- J. Risk Sharing Provisions of the Affordable Care Act – None

**22. Events Subsequent**

Type I – Recognized Subsequent Events

No Material Change

Type II – Nonrecognized Subsequent Events

No Material Change

**23. Reinsurance**

No Material Change

**24. Retrospectively Rated Contracts & Contracts Subject to Redetermination**

No Material Change

**25. Changes in Incurred Losses and Loss Adjustment Expenses**

Reserves as of December 31, 2013 were \$10,767,051 for unpaid claims. As of September 30, 2014, \$(134,743) has been paid for incurred claims attributable to insured events of prior years. Reserves remaining for prior years are now \$10,517,412 as a result of re-estimation of unpaid claims. Therefore there has been a \$384,382 favorable prior year development since December 31, 2013 to September 30, 2014.

**26. Intercompany Pooling Arrangements**

No Material Change

**27. Structured Settlements**

No Material Change

**28. Health Care Receivables**

A. Pharmaceutical Rebate Receivables

During the third quarter, an update by Caremark on rebates resulted in a \$67,943 receivable from Caremark due to the accumulation of rebates received from Pharmaceutical companies.

B. Risk Sharing Receivables – No Material Change

**Notes to Financial Statement**

**29. Participating Policies**

No Material Change

**30. Premium Deficiency Reserves**

No Material Change

**31. Anticipated Salvage and Subrogation**

No Material Change

**GENERAL INTERROGATORIES**

**PART 1 - COMMON INTERROGATORIES**  
**GENERAL**

- Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?  
1.2 If yes, has the report been filed with the domiciliary state?
- Yes[] No[X]  
Yes[] No[] N/A[X]
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?  
2.2 If yes, date of change:
- Yes[] No[X]  
.....
- 3.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer?  
If yes, complete Schedule Y, Parts 1 and 1A.  
3.2 Have there been any substantial changes in the organizational chart since the prior quarter end?  
3.3 If the response to 3.2 is yes, provide a brief description of those changes:
- Yes[X] No[]  
Yes[] No[X]
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?  
4.2 If yes, provide the name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.
- Yes[] No[X]

1	2	3
Name of Entity	NAIC Company Code	State of Domicile
.....	.....	.....

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?  
If yes, attach an explanation.
- Yes[] No[X] N/A[]
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made.  
6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.  
6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).  
6.4 By what department or departments?  
District of Columbia Department of Insurance and Securities Regulation  
6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?  
6.6 Have all of the recommendations within the latest financial examination report been complied with?
- 12/31/2007  
12/31/2007  
12/31/2008  
Yes[X] No[] N/A[]  
Yes[X] No[] N/A[]
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?  
7.2 If yes, give full information
- Yes[] No[X]
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?  
8.2 If response to 8.1 is yes, please identify the name of the bank holding company.  
8.3 Is the company affiliated with one or more banks, thrifts or securities firms?  
8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.]
- Yes[] No[X]  
Yes[] No[X]

1	2	3	4	5	6
Affiliate Name	Location (City, State)	FRB	OCC	FDIC	SEC
.....	.....	Yes[] No[X]	Yes[] No[X]	Yes[] No[X]	Yes[] No[X]

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?  
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;  
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;  
(c) Compliance with applicable governmental laws, rules and regulations;  
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and  
(e) Accountability for adherence to the code.  
9.11 If the response to 9.1 is No, please explain:  
9.2 Has the code of ethics for senior managers been amended?  
9.21 If the response to 9.2 is Yes, provide information related to amendment(s).  
9.3 Have any provisions of the code of ethics been waived for any of the specified officers?  
9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).
- Yes[X] No[]  
Yes[] No[X]  
Yes[] No[X]

**FINANCIAL**

- 10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?  
10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount:
- Yes[] No[X]  
\$..... 0

**INVESTMENT**

- Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)  
11.2 If yes, give full and complete information relating thereto:
- Yes[] No[X]
12. Amount of real estate and mortgages held in other invested assets in Schedule BA:  
13. Amount of real estate and mortgages held in short-term investments:
- \$..... 0  
\$..... 0

**GENERAL INTERROGATORIES (Continued)**

**INVESTMENT**

- 1 Does the reporting entity have any investments in parent, subsidiaries and affiliates?
- 2 If yes, please complete the following:
- Yes ☐ No ☒

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds .....		
14.22 Preferred Stock .....		
14.23 Common Stock .....		
14.24 Short-Term Investments .....		
14.25 Mortgages Loans on Real Estate .....		
14.26 All Other .....		
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) .....		
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above .....		

- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB?
- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?  
If no, attach a description with this statement.
- Yes ☐ No ☒  
Yes ☐ No ☐ N/A ☒
16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2
- 16.2 Total book/adjusted carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2
- 16.3 Total payable for securities lending reported on the liability page
- \$ ..... 0  
\$ ..... 0  
\$ ..... 0
17. Excluding items in Schedule E - Part 3 - Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook?
- Yes ☒ No ☐
- 17.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian Address
CARDINAL BANK .....	8270 GREENSBORO DR. STE 500, MCLEAN, VA 22102 .....

- 17.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter?
- 17.4 If yes, give full and complete information relating thereto:
- Yes ☐ No ☒

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason

- 17.5 Identify all investment advisors, brokers/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address

- 18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed?
- 18.2 If no, list exceptions:
- Yes ☒ No ☐

**GENERAL INTERROGATORIES**

**PART 2 - HEALTH**

1. Operating Percentages:	
1.1 A&H loss percent	..... 1,230.098%
1.2 A&H cost containment percent	..... 0.000%
1.3 A&H expense percent excluding cost containment expenses	..... 4,765.853%
2.1 Do you act as a custodian for health savings accounts?	Yes[ ] No[X]
2.2 If yes, please provide the amount of custodial funds held as of the reporting date.	\$ ..... 0
2.3 Do you act as an administrator for health savings accounts?	Yes[ ] No[X]
2.4 If yes, please provide the balance of the funds administered as of the reporting date.	\$ ..... 0

**SCHEDULE S - CEDED REINSURANCE**  
**Showing All New Reinsurance Treaties - Current Year to Date**

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Type of Reinsurer	8 Certified Reinsurer Rating (1 through 6)	9 Effective Date of Certified Reinsurer Rating
			NONE					

**SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS**

**Current Year to Date - Allocated by States and Territories**

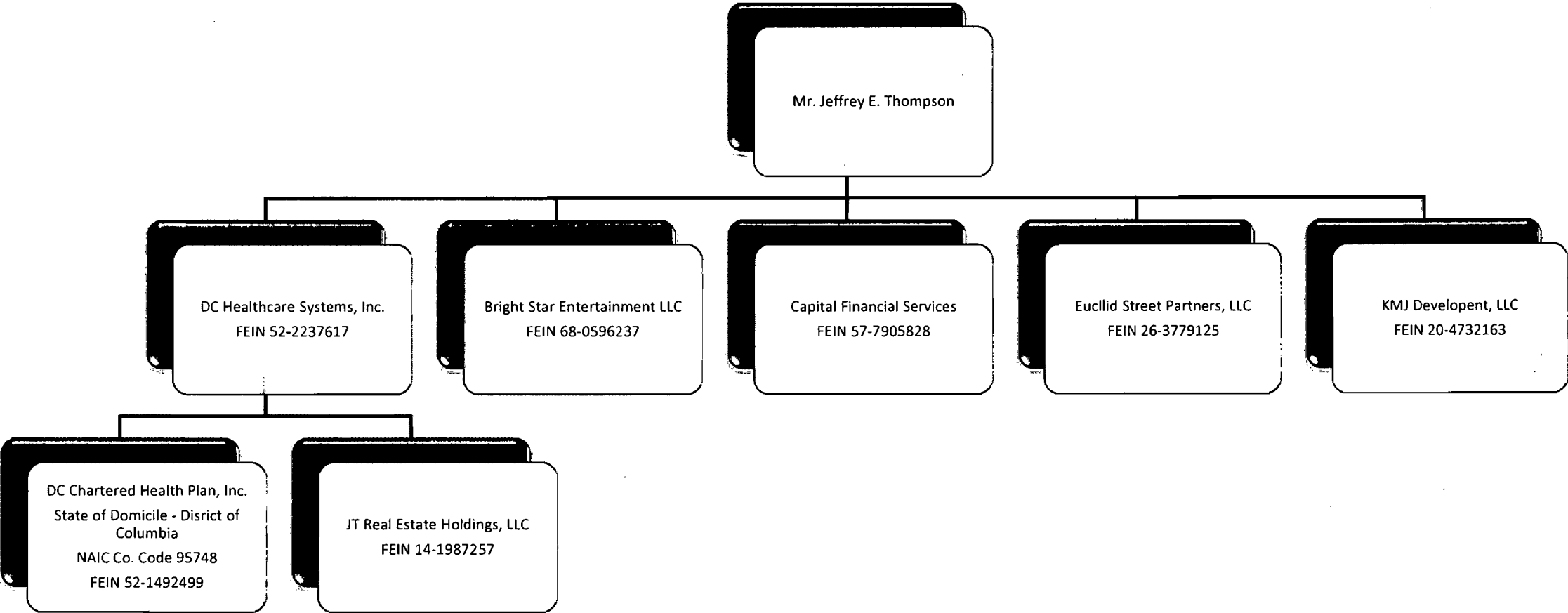
		1	Direct Business Only							
			2	3	4	5	6	7	8	9
State, Etc.		Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums and Other Considerations	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1.	Alabama (AL) .....	N								
2.	Alaska (AK) .....	N								
3.	Arizona (AZ) .....	N								
4.	Arkansas (AR) .....	N								
5.	California (CA) .....	N								
6.	Colorado (CO) .....	N								
7.	Connecticut (CT) .....	N								
8.	Delaware (DE) .....	N								
9.	District of Columbia (DC) .....	L								
10.	Florida (FL) .....	N								
11.	Georgia (GA) .....	N								
12.	Hawaii (HI) .....	N								
13.	Idaho (ID) .....	N								
14.	Illinois (IL) .....	N								
15.	Indiana (IN) .....	N								
16.	Iowa (IA) .....	N								
17.	Kansas (KS) .....	N								
18.	Kentucky (KY) .....	N								
19.	Louisiana (LA) .....	N								
20.	Maine (ME) .....	N								
21.	Maryland (MD) .....	N								
22.	Massachusetts (MA) .....	N								
	Michigan (MI) .....	N								
	Minnesota (MN) .....	N								
25.	Mississippi (MS) .....	N								
26.	Missouri (MO) .....	N								
27.	Montana (MT) .....	N								
28.	Nebraska (NE) .....	N								
29.	Nevada (NV) .....	N								
30.	New Hampshire (NH) .....	N								
31.	New Jersey (NJ) .....	N								
32.	New Mexico (NM) .....	N								
33.	New York (NY) .....	N								
34.	North Carolina (NC) .....	N								
35.	North Dakota (ND) .....	N								
36.	Ohio (OH) .....	N								
37.	Oklahoma (OK) .....	N								
38.	Oregon (OR) .....	N								
39.	Pennsylvania (PA) .....	N								
40.	Rhode Island (RI) .....	N								
41.	South Carolina (SC) .....	N								
42.	South Dakota (SD) .....	N								
43.	Tennessee (TN) .....	N								
44.	Texas (TX) .....	N								
45.	Utah (UT) .....	N								
46.	Vermont (VT) .....	N								
47.	Virginia (VA) .....	N								
	Washington (WA) .....	N								
	West Virginia (WV) .....	N								
50.	Wisconsin (WI) .....	N								
51.	Wyoming (WY) .....	N								
52.	American Samoa (AS) .....	N								
53.	Guam (GU) .....	N								
54.	Puerto Rico (PR) .....	N								
55.	U.S. Virgin Islands (VI) .....	N								
56.	Northern Mariana Islands (MP) .....	N								
57.	Canada (CAN) .....	N								
58.	Aggregate other alien (OT) .....	X X X								
59.	Subtotal .....	X X X								
60.	Reporting entity contributions for Employee Benefit Plans .....	X X X								
61.	Total (Direct Business) .....	(a)..... 1								
DETAILS OF WRITE-INS										
5801.	.....	X X X								
5802.	.....	X X X								
5803.	.....	X X X								
5898.	Summary of remaining write-ins for Line 58 from overflow page .....	X X X								
5899.	TOTALS (Lines 5801 through 5803 plus 5898) (Line 58 above) .....	X X X								

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.

Insert the number of L responses except for Canada and Other Alien.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER  
MEMBERS OF A HOLDING COMPANY GROUP  
PART 1 - ORGANIZATIONAL CHART

Q15





**SCHEDULE Y**

**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Comp- any Code	Federal ID Number	FEDERAL RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domic- iliary Loca- tion	Rela- tion- ship to Report- ing Entity	Directly Controlled by (Name of Entity / Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies) / Person(s)	*
0 .....	.....	0 .....	.....	.....	.....	.....	JEFFREY EARL THOMPSON .....	DC .	... UIP ..	JEFFREY EARL THOMPSON .	Ownership .....	..... 100.0	JEFFREY EARL THOMPSON .....	.....
0 .....	.....	95748	52-1492499 .	.....	.....	.....	DC CHARTERED HEALTH PLAN INC .....	DC .	... RE ..	DC HEALTHCARE SYSTEMS	Ownership .....	..... 100.0	JEFFREY EARL THOMPSON .....	.....
0 .....	.....	0 .....	14-1987257 .	.....	.....	.....	JT Real Estate Holdings, LLC .	DC .	... NIA ..	DC HEALTHCARE SYSTEMS	Ownership .....	..... 100.0	JEFFREY EARL THOMPSON .....	.....
0 .....	.....	0 .....	52-2237617 .	.....	.....	.....	DC HEALTHCARE SYSTEMS .....	DC .	.. UDP .	JEFFREY EARL THOMPSON .	Ownership .....	..... 100.0	JEFFREY EARL THOMPSON .....	.....
0 .....	.....	0 .....	52-1563500 .	.....	.....	.....	THOMPSON, COBB, BAZILIO & ASSOCIATES, PC .	DC .	... NIA ..	JEFFREY EARL THOMPSON .	Ownership .....	..... 100.0	JEFFREY EARL THOMPSON .....	.....
0 .....	.....	0 .....	68-0596237 .	.....	.....	.....	Bright Star Entertainment LLC .	DC .	... NIA ..	JEFFREY EARL THOMPSON .	Ownership .....	..... 100.0	JEFFREY EARL THOMPSON .....	.....
0 .....	.....	0 .....	57-7905828 .	.....	.....	.....	Capital Financial Services ...	DC .	... NIA ..	JEFFREY EARL THOMPSON .	Ownership .....	..... 100.0	JEFFREY EARL THOMPSON .....	.....
0 .....	.....	0 .....	26-3779125 .	.....	.....	.....	EUCLID STREET PARTNERS, LLC .....	DC .	... NIA ..	JEFFREY EARL THOMPSON .	Ownership .....	..... 100.0	JEFFREY EARL THOMPSON .....	.....
0 .....	.....	0 .....	20-4732163 .	.....	.....	.....	KMJ Development, LLC .....	DC .	... NIA ..	JEFFREY EARL THOMPSON .	Ownership .....	..... 100.0	JEFFREY EARL THOMPSON .....	.....

Asterisk	Explanation
0000001	Footnote .....

**SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES**

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

	RESPONSE
1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	No

Explanations:

Bar Codes:

Medicare Part D Coverage Supplement



95748201436500003

2014

Document Code: 365

**OVERFLOW PAGE FOR WRITE-INS**

**STATEMENT OF REVENUE AND EXPENSES**

		Current Year To Date		Prior Year To Date	Prior Year Ended December 31
		1	2	3	4
		Uncovered	Total	Total	Total
2904.	GOODWILL IMPAIRMENT .....			5,000,000	(12,175,288)
2905.	OTHER MISCELLANEOUS INCOME .....		1,592	62,612	642,690
2906.	CLAIMS ADJUDICATION SERVICES .....			(132,836)	
2907.	WRITE OFF OF CAPITAL LEASE OBLIGATIONS .....			131,292	
2908.	WRITE OFF OF DEFERRED RENT LIABILITY .....			118,285	
2909.	WRITE OFF OF PLEDGED CARDINAL BANK ASSETS .....			(12,175,288)	
2997.	Summary of remaining write-ins for Line 29 (Lines 2904 through 2996) .....		1,592	(6,995,935)	(11,532,598)

**SI01 Schedule A Verification ..... NONE**

**SI01 Schedule B Verification ..... NONE**

**SI01 Schedule BA Verification ..... NONE**

**SI01 Schedule D Verification ..... NONE**

**SI02 Schedule D Part 1B ..... NONE**

**SI03 Schedule DA Part 1 ..... NONE**

**SI03 Schedule DA Verification ..... NONE**

**SI04 Schedule DB - Part A Verification ..... NONE**

**SI04 Schedule DB - Part B Verification ..... NONE**

**SI05 Schedule DB Part C Section 1 ..... NONE**

**SI06 Schedule DB Part C Section 2 ..... NONE**

**SI07 Schedule DB - Verification ..... NONE**

**SCHEDULE E - Verification**  
**(Cash Equivalents)**

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	6,142,654	10,225,639
2. Cost of cash equivalents acquired .....	1,497,354,792	2,157,015,255
3. Accrual of discount .....		
4. Unrealized valuation increase (decrease) .....		
5. Total gain (loss) on disposals .....		
6. Deduct consideration received on disposals .....	1,495,376,570	2,161,098,240
7. Deduct amortization of premium .....		
8. Total foreign exchange change in book/adjusted carrying value .....		
9. Deduct current year's other than temporary impairment recognized ....		
10. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9) .....	8,120,876	6,142,654
11. Deduct total nonadmitted amounts .....		
12. Statement value at end of current period (Line 10 minus Line 11) .....	8,120,876	6,142,654

<b>E01</b>	<b>Schedule A Part 2</b>	<b>NONE</b>
<b>E01</b>	<b>Schedule A Part 3</b>	<b>NONE</b>
<b>E02</b>	<b>Schedule B Part 2</b>	<b>NONE</b>
<b>E02</b>	<b>Schedule B Part 3</b>	<b>NONE</b>
<b>E03</b>	<b>Schedule BA Part 2</b>	<b>NONE</b>
<b>E03</b>	<b>Schedule BA Part 3</b>	<b>NONE</b>
<b>E04</b>	<b>Schedule D Part 3</b>	<b>NONE</b>
<b>E05</b>	<b>Schedule D Part 4</b>	<b>NONE</b>
<b>E06</b>	<b>Schedule DB Part A Section 1</b>	<b>NONE</b>
<b>E07</b>	<b>Schedule DB Part B Section 1</b>	<b>NONE</b>
<b>E08</b>	<b>Schedule DB Part D Section 1</b>	<b>NONE</b>
<b>E09</b>	<b>Schedule DB Part D Section 2 - Collateral Pledged By Reporting Entity</b>	<b>NONE</b>
<b>E09</b>	<b>Schedule DB Part D Section 2 - Collateral Pledged To Reporting Entity</b>	<b>NONE</b>
<b>E10</b>	<b>Schedule DL - Part 1 - Securities Lending Collateral Assets</b>	<b>NONE</b>
<b>E11</b>	<b>Schedule DL - Part 2 - Securities Lending Collateral Assets</b>	<b>NONE</b>

**SCHEDULE E - PART 1 - CASH**

**Month End Depository Balances**

1			2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	6	7	8	
Depository			Code	Rate of Interest			First Month	Second Month	Third Month	*
<b>open depositories</b>										
CARDINAL BANK-GENERAL CHECKING .....	WASHINGTON DC .....						72,907	46,640	89,365	X X X
CARDINAL BANK-MEDICAID CLAIMS .....	WASHINGTON DC .....						84,061	98,221	(105,411)	X X X
CARDINAL BANK-ALLIANCE CLAIMS .....	WASHINGTON DC .....									X X X
CARDINAL BANK-MENTAL HEALTH CLAIMS .....	WASHINGTON DC .....									X X X
BANK OF AMERICA-PAYROLL .....	WASHINGTON DC .....									X X X
0199998 Deposits in .....0 depositories that do not exceed the allowable limit in any one depository (see Instructions) - open depositories ..			X X X	X X X ..						X X X
0199999 Totals - Open Depositories .....			X X X	X X X ..			156,968	144,860	(16,046)	X X X
0299998 Deposits in .....0 depositories that do not exceed the allowable limit in any one depository (see Instructions) - suspended depositories .....			X X X	X X X ..						X X X
0299999 Totals - Suspended Depositories .....			X X X	X X X ..						X X X
0399999 Total Cash On Deposit .....			X X X	X X X ..			156,968	144,860	(16,046)	X X X
0499999 Cash in Company's Office .....			X X X	X X X ..	X X X ..	X X X ..				X X X
99999 Total Cash .....			X X X	X X X ..			156,968	144,860	(16,046)	X X X

**SCHEDULE E - PART 2 - CASH EQUIVALENTS**

Show Investments Owned End of Current Quarter

1	2	3	4	5	6	7	8
Description	Code	Date Acquired	Rate of Interest	Maturity Date	Book/Adjusted Carrying Value	Amount of Interest Due & Accrued	Amount Received During Year
8399999 Subtotals - Bonds .....							
<b>Sweep Accounts</b>							
CASH-CARDINAL BANK MEDICAID REPO .....		09/30/2014 ...	0.002	10/01/2014 ...	8,120,876		8,863
8499999 Sweep Accounts .....					8,120,876		8,863
8599999 Other Cash Equivalents .....							
8699999 Total - Cash Equivalents .....					8,120,876		8,863



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